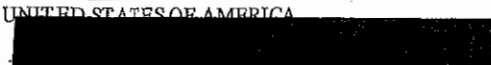
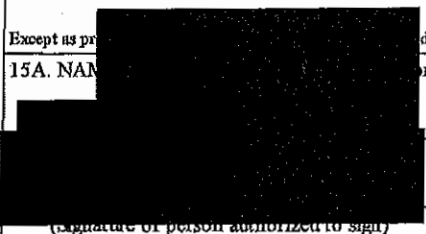


AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE J		PAGE OF PAGES 1 6	
2. AMENDMENT/MODIFICATION NO. F00013		3. EFFECTIVE DATE 18-Dec-2015		4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (if applicable)	
6. ISSUED BY NAVAL AIR SYSTEMS COMMAND AIR 22.4.1 BLDG 2272, SUITE 347 47123 BUSE ROAD PATUXENT RIVER MD 20670		CODE N00019		7. ADMINISTERED BY (if other than item 6) DCMA TEXAS 600 NORTH PEARL STREET SUITE 1630 DALLAS TX 75201-2843		OIC CODE S4402A	
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) DYNCORP INTERNATIONAL LLC 13500 HERITAGE PKWY FORT WORTH TX 76177-5318				9A. AMENDMENT OF SOLICITATION NO.			
				9B. DATED (SEE ITEM 11)			
				X 10A. MOD. OF CONTRACT/ORDER NO. N00019-15-D-0003			
				10B. DATED (SEE ITEM 13)			
CODE 1SMB2		FACILITY CODE		X 20-Oct-2014			
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offer <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offer must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. ACCOUNTING AND APPROPRIATION DATA (If required)							
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14:							
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.							
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).							
X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 43.103(a) Mutual Agreement of the Parties							
D. OTHER (Specify type of modification and authority)							
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>1</u> copies to the issuing office.							
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: scottm161053 The purpose of this modification is to exercise SLIN 0139AA and the following no cost changes: correct SLIN 0118AC in Section B from FFP to COST, correct the A/C range description on SLINs 0X39AC from 91-110 (aircraft per month) to 99-110 (aircraft per month), replace Attachment 145 with Small Business Subcontracting Plan-Revised to Incorporate Satellite Site Modification, and replace SIRG Attachments 82 and 86 dated 1 July 2015 with SIRG Attachments 82 and 86 dated 16 November 2015.							
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.							
15A. NAME AND TITLE OF SIGNER (Type or print)				16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) NOELLE REIMERS / CONTRACTING OFFICER TEL: 301-757-5231 EMAIL: Noelle.Reimers@navy.mil			
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)		16C. DATE SIGNED 18-Dec-2015	

EXCEPTION TO SF 30
APPROVED BY OIRM 11-84

30-105-04

STANDARD FORM 30 (Rev. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE J		PAGE OF PAGES 1 6	
2. AMENDMENT/MODIFICATION NO.		3. EFFECTIVE DATE		4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (if applicable)	
6. ISSUED BY NAVAL AIR SYSTEMS COMMAND AIR 224.1 BLDG 2272, SUITE 347 47123 BUSE ROAD PATUXENT RIVER MD 20670		CODE N00019		7. ADMINISTERED BY (if other than item 6) DCMA TEXAS 600 NORTH PEARL STREET SUITE 1630 DALLAS TX 75201-2843		CODE S4402A	
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) DYNCORP INTERNATIONAL LLC 13500 HERITAGE PKWY FORT WORTH TX 76177-5318				9A. AMENDMENT OF SOLICITATION NO.			
				9B. DATED (SEE ITEM 11)			
				X 10A. MOD. OF CONTRACT/ORDER NO. N00019-15-D-0003			
				X 10B. DATED (SEE ITEM 13) 20-Oct-2014			
CODE 1SMB2		FACILITY CODE					
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of offer <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offer must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. ACCOUNTING AND APPROPRIATION DATA (if required)							
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.							
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.							
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).							
X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 43.103(a) Mutual Agreement of the Parties							
D. OTHER (Specify type of modification and authority)							
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>1</u> copies to the issuing office.							
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: scottm161053 The purpose of this modification is to exercise SLIN 0139AA and the following no cost changes: correct SLIN 0118AC in Section B from FFP to COST, correct the A/C range description on SLINs 0X39AC from 91-110 (aircraft per month) to 99-110 (aircraft per month), replace Attachment 145 with Small Business Subcontracting Plan-Revised to Incorporate Satellite Site Modification, and replace SIRG Attachments 82 and 86 dated 1 July 2015 with SIRG Attachments 82 and 86 dated 18 November 2015.							
Except as provided, the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.							
15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)				16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)			
15C. DATE SIGNED 				TEL:		EMAIL:	
				16B. UNITED STATES OF AMERICA		16C. DATE SIGNED	
				BY		(Signature of Contracting Officer)	

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION A - SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by \$6,194,523.60 from \$202,497,672.09 to \$208,692,195.69.

SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0118AC

The contract type has changed from FFP to COST.

The estimated/max cost has increased by \$2,528.19 from \$0.00 to \$2,528.19.

The pricing detail quantity 1.00 has been deleted.

The unit price amount \$2,528.19 has been deleted.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0118AC			Lot		\$2,528.19
	MCAS Miramar, CA				
	COST				
	FOB: Destination				
				ESTIMATED COST	\$2,528.19

SUBCLIN 0139AA

The option status has changed from Option to Option Exercised.

SUBCLIN 0139AC

The CLIN description has changed from A/C Range 91-110 (aircraft per month) to A/C Range 99-110 (aircraft per month).

SUBCLIN 0239AC

The CLIN description has changed from A/C Range 91-110 (aircraft per month) to A/C Range 99-110 (aircraft per month).

SUBCLIN 0339AC

The CLIN description has changed from A/C Range 91-110 (aircraft per month) to A/C Range 99-110 (aircraft per month).

SUBCLIN 0439AC

The CLIN description has changed from A/C Range 91-110 (aircraft per month) to A/C Range 99-110 (aircraft per month).

SECTION J - LIST OF DOCUMENTS, EXHIBITS AND OTHER ATTACHMENTS

The following have been modified:

SECTION J

1. SIRG Attachments 82 and 86 dated 1 July 2015 are deleted in their entirety and replaced with SIRG Attachments 82 and 86 dated 16 November 2015 as listed below.
2. The Small Business Subcontracting Plan, Attachment 145, is deleted in its entirety and replaced with the Small Business Subcontracting Plan Revised to Incorporate Satellite Site Modification as listed below.

DOCUMENT TYPE	DESCRIPTION	LAST REVISION (IF OTHER THAN INITIAL RFP RELEASE)
Exhibit A	CDRLs (16 September 2015)	P00010
Exhibit B	RESERVED	
Exhibit C	OAWR Tracker	
Attachment 01	Performance Work Statement (PWS) (10 September 2015)	P00010
Attachment 02	Exhibit A, Supplement 1 (CDRL Instruction)	
Attachment 03	CDRL Supplement 2 DASR CDRL A006 dated 18 February 2015	P00002
Attachment 04	CDRL Supplement 3 Obsolescence Part Recommendation CDRL A020	
Attachment 05	RESERVED	
Attachment 06	Quality Control Program Plan - Contractor	AWARD
Attachment 07	CPARS Update Questionnaire (Sect L)	
Attachment 08	Past Performance Questionnaire (Sect L)	
Attachment 09	Performance Measurement Framework	
Attachment 10	RESERVED (COR Appointment Letters)	
Attachment 11	RESERVED	
Attachment 12	PWS Enclosure 1 Facilities - NAS WF	
Attachment 13	PWS Enclosure 1 Facilities - Satellite Site NAS Oceana	
Attachment 14	PWS Enclosure 1 Facilities - Satellite Site NAS Lemoore	
Attachment 15	PWS Enclosure 1 Facilities - Satellite Site NAF El Centro	
Attachment 16	PWS Enclosure 1 Facilities - NASP	
Attachment 17	PWS Enclosure 1 Facilities - NASCC (Hangar 51)	
Attachment 18	PWS Enclosure 1 Facilities - NASCC	
Attachment 19	PWS Enclosure 1 Facilities - Satellite Site Huntsville	
Attachment 20	PWS Enclosure 1 Facilities - FRC SE	
Attachment 21	PWS Enclosure 1 Facilities - Satellite Site Ft Bragg	
Attachment 22	PWS Enclosure 1 Facilities - Satellite Site MCAS Miramar	
Attachment 23	PWS Enclosure 2 - NAS WF IMRL	P00005
Attachment 24	PWS Enclosure 2 - NAS WF GFP	P00005
Attachment 25	PWS Enclosure 2 - NAS WF Government Furnished Material dated 20 April 2015	P00010
Attachment 26	PWS Enclosure 2 - NASP GFP	P00005
Attachment 27	PWS Enclosure 2 - NASCC GFP	P00005
Attachment 28	PWS Enclosure 2 - NASCC Government Furnished Material	P00005

Attachment 29	PWS Enclosure 2 – IMRL Supplement 4 CTW-5 T34	
Attachment 30	PWS Enclosure 2 – IMRL Supplement 3 CTW-4	
Attachment 31	PWS Enclosure 2 – IMRL Supplement 2 T-6A	
Attachment 32	PWS Enclosure 2 – IMRL Supplement 1 T-6B	
Attachment 33	PWS Enclosure 2 – Satellite Site NAF El Centro GFP	P00005
Attachment 34	PWS Enclosure 2 – Satellite Site Fallon GFP	P00005
Attachment 35	PWS Enclosure 2 – Satellite Site Fort Bragg GFP	P00005
Attachment 36	PWS Enclosure 2 – Satellite Site Huntsville GFP	P00005
Attachment 37	PWS Enclosure 2 – Satellite Site NAS Lemoore GFP	P00005
Attachment 38	PWS Enclosure 2 – Satellite Site MCAS Miramar GFP	P00005
Attachment 39	PWS Enclosure 2 – Satellite Site NAS Oceana GFP	P00005
Attachment 40	RESERVED	
Attachment 41	PWS Enclosure 4 - T-44C Corrosion Control Plan (1 Jan 2015)	P00004
Attachment 42	RESERVED	P00004
Attachment 43	PWS Enclosure 4 PMA273 T-34C Corrosion Control Plan (Change 7)	
Attachment 44	PWS Enclosure 5 - ALSS Inventory T-6 NAS WF and NASCC	
Attachment 45	PWS Enclosure 5 - ALSS Inventory T-6 NASP	
Attachment 46	PWS Enclosure 5 – ALSS Inventory T-34/T-44 NASCC	
Attachment 47	PWS Enclosure 5 – ALSS Inventory T-34 NAS WF	
Attachment 48	PWS Enclosure 6 – T-6B MESM	
Attachment 49	PWS Enclosure 6 – T-6A MESM	
Attachment 50	PWS Enclosure 6 - T-44A/C MEL	
Attachment 51	PWS Enclosure 6 – T-34 MEL	
Attachment 52	PWS Enclosure 7 On-Site (OS) Component Repair List - T44	
Attachment 53	PWS Enclosure 7 OS Comp Repair List - T34	
Attachment 54	Enclosure 8 - General Paint Schemes	
Attachment 55	Enclosure 8 - T44 Paint Scheme	
Attachment 56	Enclosure 8 T-34 Oceana	
Attachment 57	Enclosure 8 T-34 Miramar	
Attachment 58	Enclosure 8 T-34 Lemoore	
Attachment 59	Enclosure 8 T-34 Huntsville	
Attachment 60	Enclosure 8 T-34 Ft Bragg	
Attachment 61	Enclosure 8 T-34 El Centro	
Attachment 62	Enclosure 8 T-34 CNATRA	
Attachment 63	PWS Enclosure 9 - Applicable Documents (12 March 2015)	P00004
Attachment 64	RESERVED	
Attachment 65	RESERVED	
Attachment 66	PWS Enclosure 11 Satellite Site FHs - T34	Amendment 0001
Attachment 67	PWS Encl12 T34 SIRG: 01-50-T34C-600-6-4.2	
Attachment 68	PWS Encl12 T34 SIRG: 01-50-T34C-600-6-4.1	
Attachment 69	PWS Encl12 T34 SIRG: 01-50-T34C-600-6-2	
Attachment 70	PWS Encl12 T34 SIRG: 01-50-T34C-600-6-1	
Attachment 71	PWS Encl12 T34 SIRG: 01-50-T34C-600-6	
Attachment 72	RESERVED	
Attachment 73	RESERVED	
Attachment 74	RESERVED	
Attachment 75	RESERVED	
Attachment 76	RESERVED	P00004
Attachment 77	RESERVED	P00004
Attachment 78	RESERVED	P00004
Attachment 79	RESERVED	P00004
Attachment 80	RESERVED	P00004
Attachment 81	RESERVED	P00004

Attachment 82	PWS Encl 14 T44C SIRG: 01-50-T44C-600-6-4.2 (16 November 2015)	P00013
Attachment 83	PWS Encl 14 NAVAIR 01-50-T44C-600 6-3	
Attachment 84	PWS Encl 14 T44C SIRG: 01-50-T44C-600-6-4.1 (1 Jan 2015)	P00004
Attachment 85	PWS Encl 14 T44C SIRG: 01-50-T44C-600-6-1 (1 Jan 2015)	P00004
Attachment 86	PWS Encl 14 T44C SIRG: 01-50-T44C-600-6 (16 November 2015)	P00013
Attachment 87	RESERVED	
Attachment 88	RESERVED	
Attachment 89	RESERVED	
Attachment 90	PWS Encl 14 T44C SIRG: 01-50-T44C-600-6-2	
Attachment 91	PWS Appendix A Records and Logbooks	
Attachment 92	Appendix B - CDRLs List	AWARD
Attachment 93	PWS Appendix C - Site Operating Hours	
Attachment 94	RESERVED	
Attachment 95	RESERVED	
Attachment 96	PWS Appendix F - Definitions	
Attachment 97	PWS Appendix G - Enclosure list	
Attachment 98	PWS Appendix H - Acronyms	
Attachment 99	CBA T34 Whiting Field- CBA-2015-8064	P00010
Attachment 100	CBA Pensacola - CBA-2015-8062	P00010
Attachment 101	CBA Oceana- CBA-2015-8068	P00010
Attachment 102	CBA Miramar - CBA-2015-8067	P00010
Attachment 103	CBA Lemoore- CBA-2015-8066	P00010
Attachment 104	CBA - El Centro- CBA-2015-8069	P00010
Attachment 105	CBA Corpus Christi- CBA-2015-8061	P00010
Attachment 106	WD 05-2058 (Rev.-18) (El Centro and Miramar)	P00010
Attachment 107	WD 05-2508 (Rev.-18) (Corpus Christi)	P00009
Attachment 108	WD 05-2074 (Rev.-20) (Lemoore)	P00010
Attachment 109	WD 05-2544 (Rev.-18) (Oceana)	P00010
Attachment 110	WD 05-3034 (Rev.-18) (Pensacola & WF)	P00009
Attachment 111	CBA MOAs	Amendment 0001
Attachment 112	RESERVED UPON AWARD (Manning)	
Attachment 113	RESERVED UPON AWARD (Price)	
Attachment 114	RESERVED UPON AWARD (Price-SubContractor)	
Attachment 115	RESERVED	
Attachment 116	RESERVED	
Attachment 117	CBA 2014-7095 Huntsville 11 August 2014	P00001
Attachment 118	WD 05-2394 (Rev.-17) (Ft. Bragg)	P00010
Attachment 119	CBA 2014-7094 Ft. Bragg 22 September 2014	P00001
Attachment 120	RESERVED	
Attachment 121	RESERVED	
Attachment 122	RESERVED	
Attachment 123	WD 05-2334 (Rev.-18) (Fallon)	P00010
Attachment 124	CBA Fallon- CBA-2015-8065	P00010
Attachment 125	RESERVED	
Attachment 126	WD 05-2006 (Rev.-13) (Ft. Rucker)	
Attachment 127	WD 05-2116 (Rev.-14) (Jacksonville)	
Attachment 128	Encl 15 CNATRA Inst 4355	
Attachment 129	RESERVED	
Attachment 130	RESERVED	
Attachment 131	Scheduled GFP List	
Attachment 132	Requisitioned GFP List	
Attachment 133	NAVAIR (PMA273) 01-250-13-600-004-6 2 T-44 Jan 2013	
Attachment 134	NAVAIR (PMA273) 01-250-13-600-005-6 2 T-44 Jan 2013	

Attachment 135	NAVAIR (PMA273) 01-250-13-600-011-6 2 T-44 Jan 2013	
Attachment 136	NAVAIR (PMA273) 01-250-13-600-16-6 2 T-44 Jan 2013	
Attachment 137	NAVAIR (PMA273) 01-250-19-600-XXX T-44 Jan 2013	
Attachment 138	NAVAIR (PMA273) T16-13-600-145-6 2 T-44 Jan 2013	
Attachment 139	NAVAIR (PMA273) 01-250-13-600-004-6 2 T-44 Jan 2013	
Attachment 140	NAVAIR (PMA273) 01-250-13-600-005-6 2 T-44 Jan 2013	
Attachment 141	NAVAIR (PMA273) 01-250-13-600-011-6 2 T-44 Jan 2013	
Attachment 142	NAVAIR (PMA273) 01-250-13-600-16-6 2 T-44 Jan 2013	
Attachment 143	RESERVED	
Attachment 144	NAVAIR (PMA273) T16-13-600-145-6 2 T-44 Jan 2013	
Attachment 145	Small Business Subcontracting Plan-Revised to Incorporate Satellite Site Modification	P00013
Attachment 146	CBA NASP Pilots – CBA-2015-8070	P00010
Attachment 147	CBA NASCC Pilots – CBA-2015-8071	P00010

3. Contract prices are as established in Section B of the contract or as revised by issuance of a contract modification. No funds are obligated at this time. Funds will be obligated by issuance of separate delivery orders.

4. All other contract terms and conditions remain unchanged.

(End of Summary of Changes)